

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION**

ALEXA BRENNEMAN,	:	Case No. 1:14-CV-00136
	:	
Plaintiff,	:	Judge Michael R. Barrett
	:	
v.	:	
	:	
CINCINNATI BENGALS, INC.,	:	ORDER GRANTING PRELIMINARY
	:	APPROVAL OF SETTLEMENT
	:	AGREEMENT AND SCHEDULING
Defendant.	:	<u>FAIRNESS HEARING</u>
	:	

WHEREAS, Plaintiff Alexa Brenneman, individually and on behalf of the conditionally certified opt-in Class and a proposed Settlement Class pursuant to Rule 23 (collectively, the “Plaintiffs”), and Defendant Cincinnati Bengals, Inc. (the “Bengals”) have entered into a Settlement Agreement intended to resolve the litigation pending in this Court; and

WHEREAS, the Settlement Agreement, together with supporting materials, sets forth the terms and conditions for a proposed settlement and dismissal with prejudice of these actions against the Bengals; and

WHEREAS, the Court has before it the Parties’ Joint Motion for Preliminary Approval of Settlement Agreement and Order Scheduling Fairness Hearing and Memorandum in Support, the proposed Notice to the Opt-in Plaintiffs and the proposed Settlement Class, and the Settlement Agreement and supporting materials (Doc. 30); and

WHEREAS, the Court is satisfied that the terms and conditions set forth in the Settlement Agreement were the result of good faith, arm’s length settlement negotiations between competent and experienced counsel for both Plaintiffs and the Bengals.

IT IS HEREBY ORDERED this 28th day of September, 2015, as follows:

1. The terms of the parties' Settlement Agreement are hereby conditionally approved, subject to further consideration thereof at the Fairness Hearing provided for below.

2. The Settlement Agreement between Plaintiffs and the Bengals is adopted by the Court and made part of this Order as if set out in full herein and is hereby preliminarily approved as fair, reasonable, and adequate.

3. The Court hereby certifies a Settlement Class consisting of all persons who were employed by the Bengals as Ben-Gal cheerleaders at any time from February 11, 2011 through January 31, 2014.

4. The Court approves the proposed method of dissemination of notice set forth in the Settlement Agreement. The notice plan meets the requirements of due process and is the best notice practicable under the circumstances. Subject to amendment if the need arises, the notice plan shall be initiated within seven (7) days of this Order and executed as set forth therein.

5. The Bengals are authorized to implement the notice plan and disseminate Notice to the Class Members and the Opt-in Plaintiffs in accordance with the terms of the Settlement Agreement and this Order.

6. Class Members and Opt-in Plaintiffs may opt-out of the Settlement Agreement by submitting a written request for exclusion as provided in the Notice. The request for exclusion must be postmarked no later than forty-five (45) days after the Notice Date and must include the individual's name, current mailing address, and a statement of the individual's intention to opt out of the Settlement. Either the Class Member, the Opt-in Plaintiff, or a representative who has legal authority to sign for the Class Member or Opt-in Plaintiff must sign the written request for exclusion.

7. Any Class Member or Opt-in Plaintiff who wishes to object to the fairness, reasonableness, or adequacy of the Settlement Agreement must file with the Clerk of Courts, and mail to the addresses indicated in the Notice, no later than forty-five (45) days after the Notice Date, a signed letter containing the Class Member or Opt-in Plaintiff's name, current address, and the specific reasons why she objects to the Settlement (including any legal authorities). The letter must also state whether the Class Member or Opt-in Plaintiff intends to appear at the Fairness Hearing, and if so, must contain any legal support the Class Member or Opt-in Plaintiff wishes to bring to the Court's attention and any evidence the Class Member or Opt-in Plaintiff wishes to introduce in support of the objection, as well as identify any documents she will seek to introduce or witnesses she intends to call at the Fairness Hearing.

8. Any Class Member or Opt-in Plaintiff who files and serves a written objection in accordance with the procedure set forth above and in the Settlement Agreement may appear at the Fairness Hearing to object to any aspect of the fairness, reasonableness, or adequacy of the Settlement Agreement. A Class Member or Opt-in Plaintiff who does not timely file such a written objection shall not be heard at the Fairness Hearing.

9. Any Class Member or Opt-in Plaintiff who does not properly and timely request exclusion from the Settlement shall waive and forfeit any and all rights the Class Member or Opt-in Plaintiff may have to opt-out of this Settlement.

10. The Fairness Hearing shall take place on December 3, 2015 at 9:30 a.m. a.m. in Courtroom 109, 100 East Fifth Street, Cincinnati, Ohio 45202. At the Final Settlement Hearing, the Parties will request that the Court, among other things, (a) enter Judgment in accordance with this Agreement, (b) approve the Settlement Agreement as final, fair, reasonable, and adequate, (c) approve the Incentive Award proposed for Brenneman

pursuant to the Settlement Agreement, (d) order the Bengals to process and pay all Class Members and Opt-in Plaintiffs, and (e) order the release of the Class Members' and Opt-in Plaintiffs' claims pursuant to the Settlement Agreement. Plaintiffs' Counsel will also request that the Court approve the payment of their reasonable attorneys' fees and expense reimbursements, to be paid by the Bengals. The Bengals may oppose Plaintiff's Counsel's request for an award of attorneys' fees. Plaintiffs shall file their motion for attorneys' fees no later than 25 days after the Notice Date.

IT IS SO ORDERED.

Dated: September 28, 2015

s/ Michael R. Barrett

The Honorable Michael Barrett
United States District Judge